

# COMMUNICATIONS ADVISORY COUNSEL LLC

5151 Wisconsin Avenue N.W.  
Suite 311  
Washington, D.C. 20016

Tel. 202-333-5273  
Fax 202-318.3213

**Sylvia Lesse**  
[sylvia@Independent-Tel.com](mailto:sylvia@Independent-Tel.com)

January 13, 2015

*Via electronic filing only*

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street SW  
Washington, DC 20554

Re: TDS Telecommunications Corp. d/b/a TDS Telecom, Transferor  
and  
RiverStreet Networks, LLC, Transferee  
Supplemental Filing  
WC Docket No. 15-5

Dear Ms. Dortch:

In response to a request for clarification from Commission staff, I have been authorized by TDS Telecom to confirm that the three subsidiaries of TDS Telecom that are the subject of the proposed transaction (Barnardsville Telephone Company, Inc. ("Barnardsville"), Saluda Mountain Telephone Company, Inc. ("Saluda Mountain"), and Service Telephone Company, Inc.) are incumbent local exchange carriers operating in the State of North Carolina. Attached are Exhibits A and B, inadvertently omitted from the Application filed with the Commission on January 12, 2015, showing the operating territory of these companies, as well as the operating territory of Transferee's affiliated companies. As demonstrated therein, no overlapping or adjacent incumbent or competitive wireline service territory would result from grant of the Application.

Staff has also requested further information regarding Transferee's minority interest in two wireless companies. Carolina West Wireless, Inc., in which Transferee's parent holds a 20.77% equity interest, provides competitive wireless service in and around Buncombe County, where Barnardsville operates, and in Polk County, where Saluda operates, as well as areas adjacent to the Barnardsville and Saluda operating territories. WSS, L.L.C., in which Transferee's parent holds a 19.65% equity interest, holds a license with service territory adjacent to the Barnardsville service area.

Ms. Dortch  
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Please refer any questions regarding this matter to the undersigned.

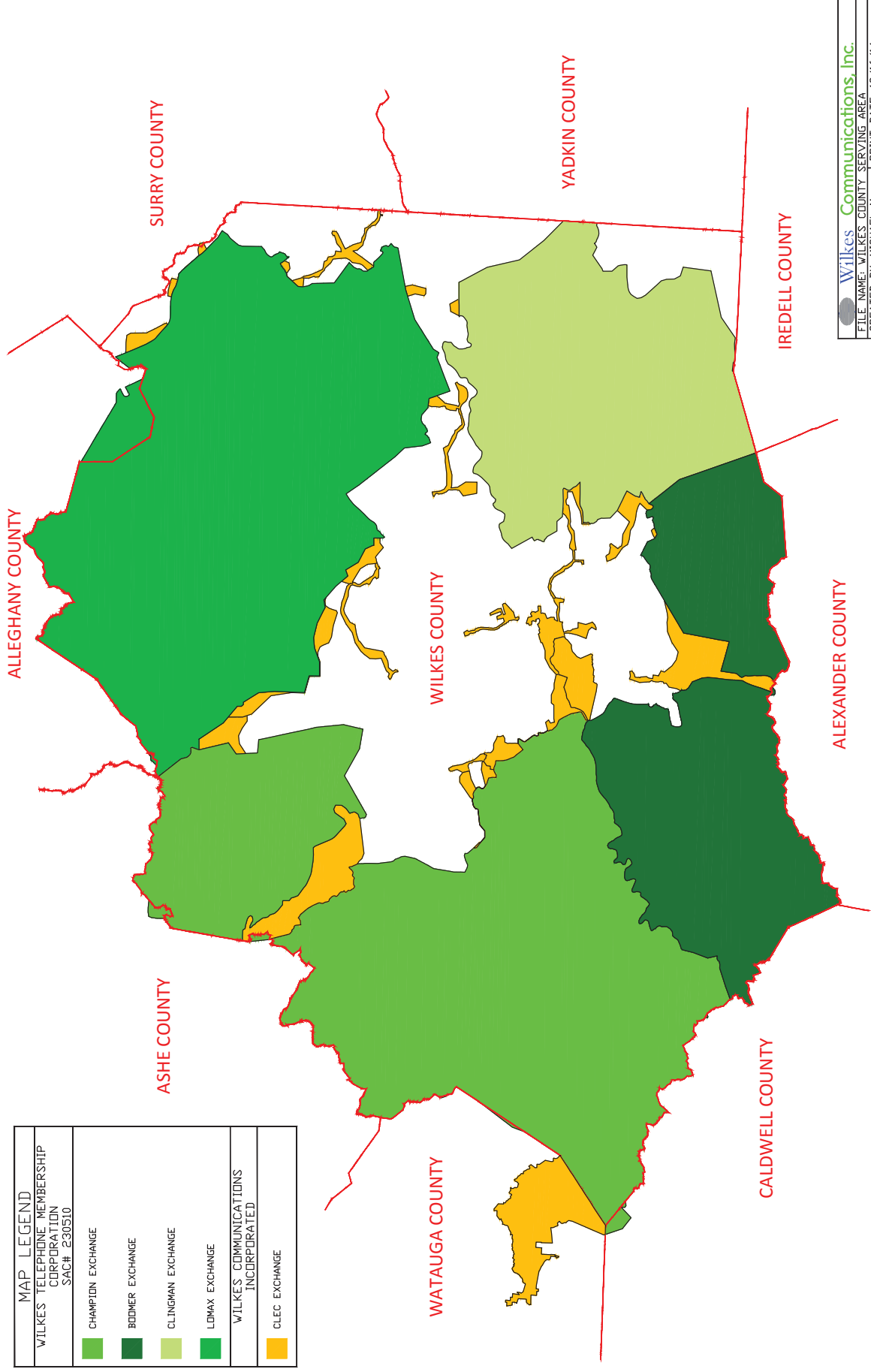
Respectfully submitted,



Sylvia Lesse

cc: Yaron Dori  
Counsel for TDS Telecom  
(via electronic mail)

EXHIBIT A  
**WILKES TELEPHONE MEMBERSHIP CORPORATION EXCHANGES**

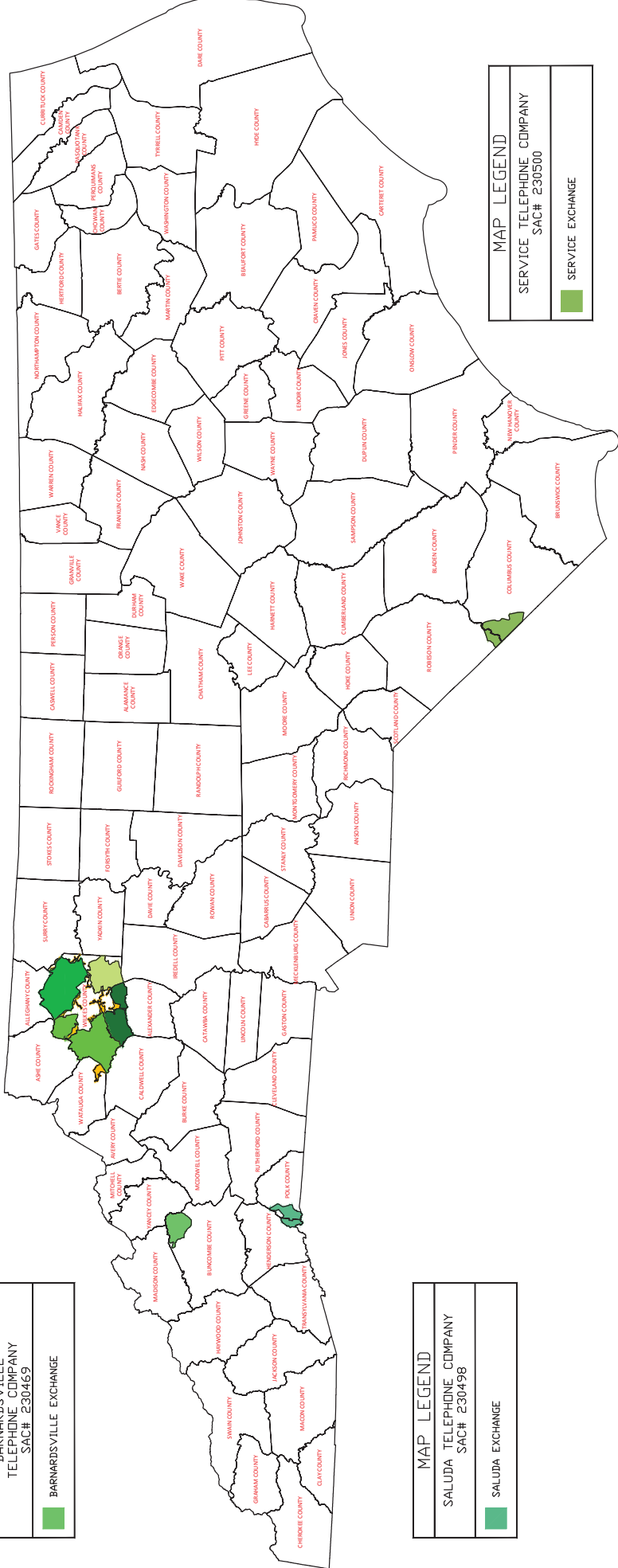


MAP LEGEND	
WILKES TELEPHONE MEMBERSHIP CORPORATION SAC# 230510	
CHAMPION EXCHANGE	
BODMER EXCHANGE	
CLINGMAN EXCHANGE	
LDMAX EXCHANGE	
WILKES COMMUNICATIONS INCORPORATED	
CLEC EXCHANGE	

# STUDY AREAS AND EXCHANGES TO BE ACQUIRED

MAP LEGEND	
BARNARDSVILLE TELEPHONE COMPANY SAC# 230469	
	BARNARDSVILLE EXCHANGE

MAP LEGEND	
BARNARDSVILLE TELEPHONE COMPANY SAC# 230469	
	BARNARDSVILLE EXCHANGE



MAP LEGEND	
SERVICE TELEPHONE COMPANY SAC# 230500	
	SERVICE EXCHANGE

MAP LEGEND	
SALUDA TELEPHONE COMPANY SAC# 230498	
	SALUDA EXCHANGE